

EXHIBIT A

VanNiel Declaration

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

Lordstown Motors Corp., *et al.*,
Debtors.

Chapter 11

Case No. 23-10831 (MFW)
(Jointly Administered)

**DECLARATION OF MICHAEL A. VANNIEL IN SUPPORT
OF DEBTORS' APPLICATION FOR AN ORDER AUTHORIZING THE
RETENTION AND EMPLOYMENT OF BAKER & HOSTETLER LLP
AS SPECIAL LITIGATION AND CORPORATE COUNSEL FOR THE DEBTORS,
EFFECTIVE NUNC PRO TUNC TO THE PETITION DATE**

I, Michael A. VanNiel, hereby declare, pursuant to 28 U.S.C. § 1746, that the following statements are true and correct, to the best of my knowledge and belief, after due inquiry described herein.

1. I am a partner of the law firm of Baker & Hostetler LLP ("Baker"), located at Key Tower, 127 Public Square, Suite 2000, Cleveland, Ohio 44114-1214.¹ I am a member in good standing of the Bar of the State of Ohio. I have been admitted to practice in Ohio. I have been admitted to practice, and am a member in good standing, in the United States District Courts for the Northern and Southern Districts of Ohio, the United States Court of Appeals for the Sixth Circuit, and the United States Court of Appeals for the Tenth Circuit. I have never been the subject of any disciplinary proceedings in any jurisdiction. There are no disciplinary proceedings pending against me.

¹ Capitalized terms used herein but not otherwise defined shall have the meaning ascribed to them in the *Debtors' Application for Entry of an Order Authorizing the Retention and Employment of Baker & Hostetler LLP as Special Litigation and Corporate Counsel to the Debtors Effective Nunc Pro Tunc to the Petition Date* (the "Application"), filed contemporaneously herewith.

2. I submit this declaration in support of the Debtors' Application for entry of an order authorizing the Debtors to retain and employ Baker as special litigation and corporate counsel, effective *nunc pro tunc* to the Petition Date, in connection with the Litigation & Corporate Matters, in accordance with the terms and conditions set forth in the Engagement Letters. I am duly authorized to make this Declaration on behalf of Baker and to submit this Declaration in support of the Application. Except as otherwise noted, I have personal knowledge of the matters set forth herein. To the extent any information disclosed herein requires amendment or modification upon Baker's completion of further analysis or as additional information becomes available, a supplemental declaration will be submitted to the Court reflecting such amended or modified information.

BAKER'S QUALIFICATIONS

3. Baker is a nationally recognized law firm of approximately 1,000 lawyers with recognized expertise and extensive experience in providing business advisory services and in commercial litigation.

4. Prior to the Petition Date, the Debtors retained and employed Baker to provide legal advice to, and represent, the Debtors with respect to the Litigation & Corporate Matters.

5. As a result of its prepetition work for the Debtors, Baker has extensive institutional knowledge concerning the Debtors and the Litigation & Corporate Matters. Baker believes it is both well qualified and uniquely able to represent the Debtors as special litigation and corporate counsel with respect to the Litigation & Corporate Matters in an efficient and timely manner, and that Baker's retention as special counsel is in the best interest of the Debtors' estates.

SERVICES TO BE PROVIDED

6. The Debtors have requested, and Baker has agreed, to advise and represent the Debtors with respect to the Litigation & Corporate Matters, pursuant to section 327(e) of the Bankruptcy Code. Baker believes that the service provided by Baker will not be duplicative to the services provided by White & Case or Richards, Layton & Finger. Baker will carefully monitor and work with the Debtors and the Debtors' other professionals to ensure there will be no duplication of effort in connection with the services to be provided.

PROFESSIONAL COMPENSATION

7. Baker's hourly rates for the professionals expected to be involved in the Litigation & Corporate Matters are expected to fall within the following ranges:

Billing Category	Range of Hourly Rates
Partners	\$555-\$1,345
Of Counsel	\$605-\$865
Associates	\$400-\$970
Paraprofessionals	\$250-\$360

8. The principal professionals designated to represent Lordstown and their expected hourly rates for the Corporate Matters are:

Professional	Hourly Rate
Asim R. Grabowski-Shaikh	\$1,145
Melissa B. Mannino	\$1,020
Erica Barrow Clark	\$970
Ronald A. Stepanovic	\$895
Lindsey N. Simmons	\$865
Jennifer R. Rodriguez	\$825
William P. Geise	\$865
Suzanne Hanselman	\$805
Janet A. Spreen	\$780
John J. Harrington	\$770
Orga Cadet	\$760
Todd A. Dawson	\$665
Chris Bator	\$620
David H. Brown	\$610
Meagan L. Moore	\$605

Matthew J. Goodman	\$585
Katlin E. Rust	\$530
Brittany E. Stevenson	\$400

9. The principal professionals designated to represent Lordstown and their expected hourly rates for the Litigation Matters are:

Karma Matter	
Professional	Hourly Rate
Thomas R. Lucchesi	\$920
Scott C. Holbrook	\$690
Daniel M. Kavouras	\$565
Anthony B. Ponikvar	\$500
Joseph H. Walsh	\$500
Cory N. Barnes	\$450

Securities Class Actions/ Shareholder Derivative Litigation	
Professional	Hourly Rate
Douglas W. Greene	\$1,345
Zachary Taylor	\$970
Genevieve G. York-Erwin	\$960
Erica Barrow Clark	\$970
Douglas L. Shively	\$555

10. The rates set forth above are subject to periodic review and adjustment and are set at a level designed to compensate Baker fairly for the work of its attorneys and paralegals and to cover fixed and routine overhead expenses. Generally, rates are subject to an increase at the beginning of each calendar year. It is Baker's policy to charge its clients in all areas of practice for all other expenses incurred in connection with their cases. The expenses charged to clients include, among other things, postage, overnight mail, courier delivery, transportation, overtime expenses, computer-assisted legal research, photocopying, airfare, meals, and lodging. Baker will charge the Debtors' estates for these expenses in a manner and at rates consistent with charges made generally to Baker's other clients.

11. Baker is currently providing to the Debtors for all work performed an overarching 10% courtesy discount to its standard hourly rates. In addition, Baker has agreed to a special rate of \$1,345/hour for partner Douglas Greene. The discounted rates and other arrangements described above will continue to apply for all work performed on Litigation & Corporate Matters during the course of the Debtors' bankruptcy cases. To the extent Baker seeks to increase any of the rates described herein, Baker will provide at least ten (10) business days' prior notice of any rates increases to the Debtors, the official committee of unsecured creditors and the U.S. Trustee.

12. Baker's proposed rate structure is appropriate and not significantly different from (a) the rates that Baker charges for other similar types of representations, or (b) the rates that other comparable counsel would charge to do work substantially similar to the work Baker will perform in these Chapter 11 Cases.

13. Baker currently charges \$0.10 per page for standard duplication.

14. Baker will maintain detailed, contemporaneous records of time and of any actual and necessary expenses incurred in connection with its performance of the legal services described above.

BAKER'S DISINTERESTEDNESS

15. Melissa Leonard, the Executive Vice President, General Counsel & Secretary to the Debtors was previously a partner and practice team leader in the mergers and acquisitions group at Baker. Insofar as I have been able to ascertain, the partners, counsel, and associates of Baker and I neither hold nor represent any interest adverse to the Debtors or their estates with respect to the matters on which Baker is to be employed (*i.e.*, the Litigation & Corporate Matters). Baker simultaneously represents various other individuals and other parties as defendants in many of the Litigation Matters, including, without limitation, various current and former members of the

Debtors' executive management team and other employees. Baker has not and will advise any of those individuals or other parties regarding any matter adverse to the Debtors for which Baker is retained by the Debtors, or regarding any matter relating to the Debtors' bankruptcy case, or any claims or interests any of those individuals may have (if any) against the bankruptcy estate. In addition, Baker believes that the parties' interests represented by Baker are aligned in the Litigation& Corporate Matters, and that to the extent the interests of the parties cease to be aligned, Baker will not represent the other parties (including, but not limited to, the Additional Cormier Defendants, the Additional Thai Defendants, the Additional Karma Defendants, the Additional Rio Defendants, the Additional Cohen Defendants, and other defendants in the DiamondPeak related litigations) in those Litigation & Corporate Matters. Accordingly, I do not believe that Baker's simultaneous representation of those third parties precludes the Debtors' retention of Baker as limited purpose special counsel in the Litigation & Corporate Matters pursuant to Section 327(e).

16. In addition to those identified above., Baker from time to time has represented and, in the future, may represent various entities or their affiliates that may be creditors of the Debtors or otherwise had or have an interest in these proceedings in matters that were, except as may be described below, wholly unrelated to these proceedings, Baker will not represent any creditors or parties-in-interest in connection with these Chapter 11 Cases other than the Debtors.

17. Baker appears in many cases involving a substantial number of the Debtors' creditors, parties-in-interest, and professionals. Baker is reviewing the Parties-in-Interest (defined below) in these proceedings and will make every effort to disclose connections to such parties related to the Litigation & Corporate Matters as they become known to Baker. Although it is not

possible to guarantee that each and every connection is disclosed at this early juncture, Baker will file additional and supplemental disclosure statements as the need arises.

18. As set forth above, prior to the Petition Date, the Debtors retained and employed Baker to advise and represent the Debtors with respect to the Litigation & Corporate Matters. During the ninety days prior to the Petition Date, Baker received payments for its services from one or more of the Debtors' insurance carriers totaling \$245,423.89 and from the Debtors totaling \$2,200,903.26. Of the amount received from the Debtors, \$267,950.57 were either draws from retainers Baker received prior to the ninety days leading up to the Petition Date or retainers. As of the Petition Date, Baker is owed \$260,981.07 for professional services performed for the Debtors relating to the Litigation & Corporate Matters. Baker is currently holding \$180,894.86 of retainer funds on hand.

A. Baker's Conflict Check System

19. In connection with preparing this Declaration, Baker submitted the names of parties-in-interest in these Chapter 11 Cases related to the Litigation & Corporate Matters (the "**Parties-in-Interest**") for review in the computerized conflict database system maintained by Baker. Baker obtained the list of the Parties-in-Interest from the Debtors and from various papers filed in these cases. Baker maintains and systematically updates its conflict check system in the regular course of business of the firm, and it is the regular practice of the firm to make and maintain these records. The conflict check system maintained by Baker is designed to include every matter on which the firm is now or has been engaged, the entity for which the firm is now or has been engaged, and in each instance, the identity of related parties and adverse parties and the attorney in the firm that is knowledgeable about the matter. It is the policy of Baker that no new matter may be accepted or opened within the firm without completing and submitting to those charged with

maintaining the conflict check system the information necessary to check each such matter for conflicts, including the identity of the prospective client, as well as related and adverse parties. Accordingly, the database is regularly updated for every new matter undertaken by Baker. Prepetition, Baker conducted an appropriate conflict check with respect to its prepetition retention in each of the Litigation & Corporate Matters, and confirmed that it had no conflict with respect to the Litigation & Corporate Matters.

20. The Parties-in-Interest which Baker has submitted to its conflict database include the following categories:

- a. Debtors;
- b. Related/former names of the Debtors;
- c. Directors and officers;
- d. Former directors and officers;
- e. Senior employees;
- f. Top unsecured creditors;
- g. Cash management banks;
- h. Significant lease and contract counterparties;
- i. Significant vendors;
- j. Customers;
- k. Investors with over 5% holdings;
- l. Debtors' restructuring professionals;
- m. Ordinary course professionals and professionals of parties in interest;
- n. Insurance parties;
- o. Utilities;

- p. Taxing and regulatory authorities;
- q. Litigation parties;
- r. Lien holders;
- s. The Office of the United States Trustee;
- t. United States Bankruptcy Judges in the District of Delaware; and
- u. Other potentially material parties in interest.

21. A list of the Parties-in-Interest submitted to the conflict check system is attached hereto as **Schedule 1**. Baker will submit to its conflict database additional parties-in-interest provided by the Debtors and update these disclosures accordingly. Although Baker is being retained only as special, limited purpose counsel, out of an abundance of caution, and to ensure the broadest possible disclosures of possible relationships with Parties-In-Interest, Baker determined to submit the names identified in **Schedule 1** to its conflict check system.

B. Baker's Relationship with Parties-In-Interest

22. To the extent that the above-described search indicated that Baker has a relationship with any searched entity, **Schedule 2** contains a list of any Parties-in-Interest or their affiliates not otherwise described in the Application that Baker has any connection to, including those it represented, currently represents, or are or were adverse to Baker in matters wholly unrelated to the Debtors and their estates. As may be disclosed in **Schedule 2**, Baker and its partners, counsel, and associates have in the past represented, currently represent, and may in the future represent entities that are creditors of the Debtors, or other parties-in-interest in the Debtors' Chapter 11 Cases in matters unrelated to these cases. Baker has not, and will not, represent any creditors of the Debtors or other parties-in-interest in connection with the Debtors or these cases, or have any relationship with any such entity which would be adverse to the Debtors or their estates. Baker's

conflict checking personnel continue to process the complete list of names identified on **Schedule**

1. To date, no connections have been revealed during the conflict check process. Baker will submit a supplement to this Declaration to the extent any such connections become known.

23. Brian A. Bash, a Baker Partner resident in the firm's Cleveland, Ohio office, currently acts as a chapter 7 panel trustee for Region 9 of the United States Trustee. Mr. Bash will have no involvement in any matter relating to the Debtors or the Litigation & Corporate Matters.

24. Baker has no agreement with any other entity to share with such entity any compensation received by Baker in this matter.

ATTORNEY STATEMENT PURSUANT TO REVISED UST GUIDELINES

25. Baker intends to make a reasonable effort to comply with the U.S. Trustee's requests for information and additional disclosures as set forth in applicable Revised U.S. Trustee Guidelines for reviewing compensation and reimbursement of expenses of professionals. The following is provided in response to the request for additional information set forth in Paragraph D.1. of the Revised UST Guidelines:

a. **Question:** Did Baker agree to any variations from, or alternatives to, Baker's standard billing arrangements for this engagement?

Answer: Yes. Baker has agreed to a discounted rate structure for this matter. Baker has agreed to a 10% courtesy discount on the Litigation & Corporate Matters from its standard billing rates. Further, Partner Douglas W. Greene agreed to discount his standard billing rate by 20%.

b. **Question:** Do any of the Baker professionals in this engagement vary their rate based on the geographic location of the Debtors' Chapter 11 Cases?

Answer: No.

c. **Question:** If Baker has represented the Debtors in the 12 months prepetition, disclose Baker's billing rates and material financial terms for the prepetition engagement,

including any adjustments during the 12 months prepetition. If Baker's billing rates and material financial terms have changed post-petition, explain the difference and the reasons for the difference.

Answer: Baker's current hourly rates for services rendered on behalf of the Debtors range as follows: (1) Partners - \$555/hr. – \$1,345/hr.; (2) Counsel - \$605/hr. – \$865/hr.; (3) Associates - \$400/hr. – \$970/hr.; (4) Paraprofessionals - \$250/hr. – \$360/hr.

Baker represented the Debtors during the 12-month period before the Petition Date using the following hourly rates: (1) Partners - \$520/hr. – \$1,240/hr.; (2) Of Counsel - \$565/hr. – \$750/hr.; (3) Associates - \$355/hr. – \$840/hr.; (4) Paraprofessionals - \$240/hr. – \$295/hr.

d. **Question:** Have the Debtors approved Baker's budget and staffing plan, and, if so, for what budget period?

Answer: Yes, for the period from the Petition Date through December 31, 2023.

26. By reason of the foregoing, I believe Baker is eligible for employment and retention by the Debtors pursuant to sections 327(e) and all other applicable provisions of the Bankruptcy Code and Bankruptcy Rules.

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Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Dated: July 27, 2023

By: */s/ Michael A. VanNiel*

Michael A. VanNiel
Partner
Baker & Hostetler LLP

SCHEDULE 1

Parties-in-Interest List

List of Potentially Interested Parties

Debtor Entities

1. Lordstown Motors Corp. (DE)
2. Lordstown EV Corp. (DE)
3. Lordstown EV Sales LLC (DE)

Related/Former Names of Entities

1. DiamondPeak Holdings Corp. (n/k/a Lordstown Motors Corp.)
2. DPL Merger Sub Corp. (n/k/a Lordstown EV Corporation)
3. MIH EV Design, LLC

Directors and Officers

1. Adam Kroll
2. Angela Strand
3. Dale Spencer
4. Daniel Ninivaggi
5. David T. Hamamoto
6. Donna Bell
7. Edward T. Hightower
8. Jane Reiss
9. Joseph B. Anderson Jr.
10. Keith Feldman
11. Laura Soave
12. Melissa Leonard

Former Directors and Officers

1. Jane Ritson-Parsons
2. John LeFleur
3. John R. Whitcomb
4. Michael Gates
5. Mickey Kowitz
6. Martin Rucidlo
7. Rebecca Roof
8. Stephen S. Burns
9. Thomas V. Canepa

Senior Employees

1. Cheryl Johnson
2. Darren Post
3. Jill Coniglio-Kirk
4. Carter Driscoll
5. Michael Port
6. Raghu Aerabati
7. Waqar Hashim
8. Andrew Reyntjes

Top Unsecured Creditors

1. Amphenol Interconnect Products Corporation
2. AP Expert Group LLC
3. AT&T MOBILITY-CC
4. Barry L. Leonard and Company Inc. dba Trans Machine Technologies
5. Bossard Inc.
6. CEVA Contract Logistics US Inc
7. Cognizant Mobility, Inc
8. Elaphe Propulsion Technologies LTD
9. Fiberdyne Research Pty Ltd
10. Filec Production SAS - Amphenol
11. Foxconn EV System LLC
12. Greated Intergration (M) SDN.BHD.
13. Harco Manufacturing Group, LLC
14. HRB Industries Corp.
15. JVIS USA LLC
16. Laval Tool & Mould LTD.
17. Marelli North America Inc dba CalsonicKansel North America Inc
18. Meta Systems SpA
19. Nexteer Automotive Corporation
20. Pektron EV Limited
21. Proper Group Holdings LLC dba Proper Tooling LLC
22. Quality MetalCraft Inc.
23. SA Automotive LTD
24. Sharp Dimension Inc
25. St. Clair Technologies Inc.
26. Superior Cam Inc
27. Technology Solutions Anywhere LLC dba Readysoft
28. Teijin Automotive Technologies, Inc

List of Potentially Interested Parties

29. The Timken Corporation
30. Three-Dimensional Services dba 3 Dimensional Services Group
31. thyssenkrupp Materials NA, Inc. dba Ken-Mac Metals or thyssenkrupp Steel Services
32. Ventra Group Co. dba Flex-N-Gate Bradford
33. VIA Optronics LLC
34. Zetwerk Manufacturing USA, Inc.
35. ZF Passive Safety Systems US Inc.

Cash Management Banks

1. JP Morgan Asset Management
2. JP Morgan Chase Bank, N.A.
3. JP Morgan Institutional Investments Global Liquidity
4. JP Morgan Prime
5. JP Morgan Securities

Significant Lease and Contract Counterparties

1. 275 Hills Tech Ventures LLC
2. Aon (Bermuda) Ltd.
3. Aon Risk Services Central Inc.
4. Aon UK Limited
5. Arthur J. Gallagher Risk Management Services, Inc.
6. Applied Medical Resources Corporation
7. Cigna Health and Life Insurance Company
8. Elaphe Propulsion Technologies Ltd.
9. Foxconn EV Property Development LLC
10. Foxconn EV System LLC
11. GAC R&D Center Detroit, LLC
12. General Motors
13. GM EV Holdings LLC
14. Liberty Property and Asset Management
15. Michigan Strategic Fund
16. Paylocity Corporation
17. Principal Life Insurance Company
18. TenantBase, Inc.
19. TransAmerica Corporation

20. Willowgreen Building Group, LLC
21. Workhorse Group Inc.

Significant Vendors

1. A Say Inc dba Say Communications LLC
2. A.K. Stamping Company, Inc
3. ABSOLUTE ELECTRONICS INC
4. Akebono Brake Company
5. Amphenol Interconnect Products Corporation
6. Anchor Tool and Die Company dba Anchor Manufacturing Group, Inc.
7. Anderton Castings SAS
8. AP Expert Group LLC
9. Armada Toolworks LTD.
10. AT&T MOBILITY-CC
11. ATCO Industries, Inc.
12. Auto Motive Power Inc
13. Baker Hostetler
14. Barry L. Leonard and Company Inc. dba Trans Machine Technologies
15. Bennie W Fowler, LLC
16. Bossard Inc.
17. Brikho & Kallabat, P.C. DBA Joseph Kallabat and Associates, PC
18. CEVA Contract Logistics US Inc
19. CEVA International, Inc
20. CITIC Dicastal Co., Ltd.
21. Cognizant Mobility, Inc
22. Cognizant Worldwide Limited
23. Complete Discovery Source, Inc (CDS)
24. Contour Hardening Inc.
25. Cox Automotive Mobility Solutions, Inc
26. Cox Automotive, Inc - Manheim
27. Custodial Building Services, Inc
28. DAG LTD, LLC
29. Detroit Engineered Products dba DEP
30. Duggan Manufacturing LLC
31. Elaphe Propulsion Technologies LTD
32. Fiberdyne Research Pty Ltd
33. Filec Production SAS - Amphenol
34. Foshan Aoya Electrical and Mechanical Co., Ltd.

List of Potentially Interested Parties

- 35. Foxconn EV Property Development LLC
- 36. Foxconn EV System LLC
- 37. Greatech Intergration (M) SDN.BHD.
- 38. Harco Manufacturing Group, LLC
- 39. Haynes and Boone, LLP
- 40. HRB Industries Corp
- 41. HubSpot Inc
- 42. IEE S.A.
- 43. Infosys Limited
- 44. Jiangyin Haida Rubber and Plastic Co., Ltd. dba Haida
- 45. JVIS USA LLC
- 46. KPMG LLP
- 47. Lasky, LLC
- 48. Laval Tool & Mould LTD.
- 49. Logicalis, Inc.
- 50. Lumma Clean LLC
- 51. Mahle Behr USA Inc
- 52. Mainfreight, Inc - Canada
- 53. Mainfreight, Inc.
- 54. Marelli North America Inc dba CalsonicKansel North America Inc
- 55. Megatronix (Beijing) Technology Co., Ltd.
- 56. Meta Systems SpA
- 57. Miotti Srl
- 58. Mosaic Corporation
- 59. MSSC US INC.
- 60. New Eagle, LLC
- 61. Nexteer Automotive Corporation
- 62. OpenText Inc.
- 63. Payscale Inc
- 64. Pektron EV Limited
- 65. Pi Innovo LLC
- 66. Pierburg US LLC
- 67. Potter Anderson & Corron LLP
- 68. Principal Life Insurance Company
- 69. Proper Group Holdings LLC dba Proper Tooling LLC
- 70. Quality MetalCraft Inc.
- 71. Racar Engineering, LLC
- 72. Ready Logistics, LLC
- 73. Roush Industries, Inc.
- 74. RTL Systems, LLC
- 75. SA Automotive LTD
- 76. Schwab Industries, Inc.
- 77. SG Automotive d.o.o.
- 78. Sharp Dimension Inc
- 79. Sherpa Commercial Vehicles, LLC
- 80. Silverman Consulting, Inc
- 81. Simpson Thacher & Bartlett LLP
- 82. Socotec Advisory, LLC
- 83. St. Clair Technologies Inc.
- 84. Sullivan & Cromwell LLP
- 85. Superior Cam Inc
- 86. Sybridge Technologies Canada, Inc
- 87. Technology Solutions Anywhere LLC dba Readysoft
- 88. Teijin Automotive Technologies, Inc
- 89. TERIS - Phoenix LLC DBA TERIS
- 90. The Timken Corporation
- 91. Three-Dimensional Services dba 3 Dimensional Services Group
- 92. thyssenkrupp Materials NA, Inc. dba Ken-Mac Metals or thyssenkrupp Steel Services
- 93. Transportation Research Center, Inc. dba TRC, Inc.
- 94. Triple Crown Consulting, LLC
- 95. TTI, INC dba Symmetry Electronics (a division of TTI, Inc.) and RFMW(a division of TTI, Inc.)
- 96. Ventra Group Co. dba Flex-N-Gate Bradford
- 97. VIA Optronics LLC
- 98. Victora Auto Private Limited
- 99. Zetwerk Manufacturing USA, Inc
- 100. ZF PASSIVE SAFETY SYSTEMS US INC.

Customers

- 1. Army Contracting Command - Detroit Arsenal (ACC-DTA)
- 2. City of Washington, D.C.
- 3. Greenstreet EV Inc.
- 4. JoeyB QB LLC
- 5. Pratt & Miller Engineering & Fabrication LLC
- 6. San Diego Unified Port District
- 7. Sherpa Commercial Vehicles LLC

List of Potentially Interested Parties

Investors with over 5% Holdings

1. Foxconn (Far East) Limited
2. Foxconn EV Technology, Inc.
3. Foxconn Ventures Pte. Ltd.
4. Foxteq Holdings Inc.
5. Foxteq Integration Inc.
6. Hon Hai Precision Industry Co., Ltd.
7. Hon Hai Technology Group
8. PCE Paragon Solutions Kft.

Debtor Restructuring Professionals

1. Jefferies Group LLC
2. Kurtzman Carson Consultants, LLC
3. Richards Layton & Finger, P.A.
4. Silverman Consulting, Inc.
5. White & Case LLP

Ordinary Course Professionals & Professionals of Parties in Interest

1. Akin Gump Strauss Hauer & Feld LLP
2. Ankura Intermediate Holdings, LP dba Ankura Consulting Group LLC
3. Baker & Hostetler LLP
4. Bernstein Litowitz Berger & Grossman, LLP
5. Bodman PLC
6. Climaco, Wilcox, Peca, Tarantino & Garofoli
7. Cohen Rosenthal & Kramer
8. Cooch and Taylor
9. Cummins Law
10. deLeeuw Law LLC
11. Dechert LLP
12. Deloitte & Touche LLP
13. Dentons US
14. Dittmer, Wagoner & Steele
15. Elfvin, Klingshirn, Royer & Torch, LLC
16. Employment Law Partners
17. Entwistle & Cappucci LLP
18. Ernst & Young U.S. LLP
19. Fisher and Phillips LLP
20. Foley & Lardner LLP

21. FTI Consulting, Inc.
22. Gladstein, Neandross & Associates
23. Hagens Berman Sobol Shapiro LLP
24. Haynes and Boone, LLP
25. Kaskela Law LLC
26. Kooperman Mentel Ferguson Yaross
27. KPMG LLP
28. Labaton Sucharow LLP
29. Latham & Watkins LLP
30. Law Office of Daniel R. Karon
31. Lasky, LLC
32. Lifshitz Law PLLC
33. Long Law, LLC
34. Mercer Capital Management, Inc.
35. Merriman Legando Williams & Klang
36. Murray, Murphy, Moul & Basil
37. Nelson Mullins Riley & Scarborough LLP
38. Paul Hastings LLP
39. Perantinides & Nolan
40. Perez & Morris
41. Phillips ADR Enterprises PC
42. Pomerantz LLP
43. Potter Anderson & Corroon LLP
44. Prospect Law LLP
45. Purcell & Lefkowitz LLP
46. Robbins Geller Rudman & Dowd
47. RSM US LLP
48. Saxena White
49. Schall Law
50. Schubert Jonckheer & Kolbe LLP
51. Seyfarth Shaw LLP
52. Shapiro Haber & Urmy LLP
53. Simpson Thacher & Bartlett LLP
54. Socotec Advisory, LLC
55. Strauss Troy
56. Sullivan & Cromwell LLP
57. The Brown Law Firm, P.C.
58. The Rosen Law Firm, P.A.
59. Winston & Strawn LLP
60. WIT Legal, LLC
61. Zoll & Kranz

List of Potentially Interested Parties

Insurance Parties

1. Accredited Specialty Insurance Company
2. Allied World Specialty Insurance Company
3. Associated Industries Insurance Co., Inc
4. AXIS Insurance Company
5. Berkley Insurance Company
6. CFC Underwriting / Lloyds
7. Continental Casualty Company
8. Endurance Assurance Corporation
9. Fair American Insurance & Reinsurance Co
10. Gemini Insurance Company
11. General Star Indemnity Company
12. Hudson Insurance Company
13. Ironshore Specialty Insurance Company
14. Magna Carta Insurance Ltd. / Lloyds
15. National Union Fire Ins Co of Pittsburgh, PA
16. RSUI Indemnity Company
17. RT Specialty Insurance Services, LLC
18. Samsung Fire & Marine Ins Co Ltd (US Br)
19. SiriusPoint Bermuda Insurance Company
20. The Cincinnati Indemnity Company
21. The Cincinnati Insurance Company
22. Underwriters At Lloyds London
23. Westfield Specialty Insurance Comp
24. XL Specialty Insurance Company

Utilities

1. AT&T Business Direct
2. AT&T MOBILITY-CC
3. Comcast Holdings Corporation dba Comcast Cable Communication Management LLC
4. Cox Communications California LLC dba Cox Business
5. CR&R Environmental Services
6. Detroit Disposal & Recycling
7. Irvine Ranch Water District
8. Sonitrol Orange County

9. Southern California Edison
10. Southern California Gas Company dba The Gas Company; So Cal Gas

Taxing and Regulatory Authorities

1. California Franchise Tax Board
2. California Department of Tax and Fee Administration
3. California State Board of Equalization
4. Committee on Foreign Investment in the United States
5. Delaware Secretary of State
6. Delaware State Treasury
7. Delaware Tax Authority
8. Internal Revenue Service
9. Michigan Department of Treasury
10. National Highway Traffic Safety Administration
11. Ohio Bureau of Workers' Compensation
12. Ohio Department of Taxation
13. Orange County Property Taxes
14. Pipeline and Hazardous Materials Safety Administration
15. Securities and Exchange Commission
16. U.S. Department of Justice
17. U.S. Patent and Trademark Office
18. Village of Lordstown, OH Income Tax Department

Litigation Parties

1. Alicia Kelley
2. An Thai
3. Andrew C. Richardson
4. Angela Strand Boydston
5. Ashith Pabbathi
6. Atri Amin
7. Bei Qin
8. Benjamin Herbert
9. Caimin Flannery
10. Carole Cooper
11. Christopher Kim
12. Chuan D. Vo
13. Claude L. Patterson
14. Dale G. Spencer

List of Potentially Interested Parties

<p>15. Dan Zhihong Huang 16. Daniel J. Cohen 17. Daniel Tavares 18. Dari Tehrani 19. Darren Post 20. David M. Cohen 21. David T. Hamamoto 22. Ed Lomont 23. Eskander Tehrani 24. Ethan Fingerer 25. Evaristo Sarabia 26. FNY Managed Accounts LLC 27. George Troicky 28. Globestar Systems Inc. 29. Gurpreet Singh 30. Herbert Stotler 31. Hong Xin Huan (a/k/a George Huan) 32. Jane Reiss 33. Janelle Jackson 34. Jesse Brury 35. John H. Jenkins 36. John LeFleur 37. John Vo 38. Joshua Betof 39. Judith A. Hannaway 40. Julio C. Rodriguez 41. Karma Automotive LLC 42. Keith A. Feldman 43. Kenneth Davenport 44. Kevin Levent 45. Kin San Chan 46. M.R.S. Leasing Corporation LTD 47. Mario Guerrero 48. Mark A. Walsh 49. Martin J. Rucidlo 50. Matthew Rico 51. Michael Fabian 52. Michael D. Gates 53. Mickey W. Kowitz 54. Mohammed Chowdhury 55. Phil Richard Schmidt 56. Pnina Cohen 57. Punak Engineering, Inc. 58. Randy Slipher 59. Raymond Romano 60. Robert Miller</p>	<p>61. Robert Palumbo 62. Roger J. Durre 63. Shane Brown 64. Simha Cohen 65. Stephen Punak 66. Stephen S. Burns 67. Steven R. Hash 68. Steven Terry 69. Sulayman Zuod 70. DiamondPeak Sponsor LLC 71. Silverpeak and related entities (which includes SP SPAC Sponsor LLC, Silverpeak Real Estate Partners L.P., Silverpeak Strategic Partners LLC, Silverpeak Credit Partners LP, Silverpeak Renewables Investment Partners LP, and certain other affiliated entities)</p>
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Lien Holders

1. Competition Engineering, Inc.
2. Foxconn EV Technology, Inc.
3. Hewlett-Packard Financial Services Company
4. Peterson Jig and Fixture, Inc.
5. Precision Jig and Fixture
6. Proper Tooling, LLC & Proper Group International, LLC

Office of the United States Trustee (Wilmington, DE)

1. Andrew Vara
2. Benjamin Hackman
3. Christine Green
4. Denis Cooke
5. Diane Giordano
6. Dion Wynn
7. Edith A. Serrano
8. Hannah M. McCollum
9. Holly Dice
10. James R. O'Malley
11. Jane Leamy
12. Joseph Cudia
13. Joseph McMahon
14. Juliet Sarkessian

List of Potentially Interested Parties

15. Karen Starr
16. Lauren Attix
17. Linda Casey
18. Linda Richenderfer
19. Michael Panacio
20. Nyanquoi Jones
21. Richard Schepacarter
22. Rosa Sierra-Fox
23. Shakima L. Dortch
24. Timothy J. Fox, Jr.

United States Bankruptcy Judges in the District of Delaware

1. Ashley M. Chan
2. Brendan L. Shannon
3. Craig T. Goldblatt
4. John T. Dorsey
5. Karen B. Owens
6. Kate Stickles
7. Laurie S. Silverstein
8. Mary F. Walrath
9. Thomas M. Horan

Other Parties in Interest

1. Softbank
2. Blackrock Institutional Trust Company,
N.A.
3. Blackrock

SCHEDULE 2

The following is a list of the various persons or entities having connections with the Debtors that Baker has in the past represented, currently represents, or may in the future represent or advise on matters unrelated to the matters for which Baker is to be employed by the Debtors and their estates. In certain instances, Baker does not represent the entity itself, but rather an affiliate or subsidiary of that entity.

Conflict Results		
Name of Entity Searched	Name of Entity or Affiliate of Entity that is a Baker Client	Brief Description of Representation
City of Washington, D.C.	District of Columbia	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
San Diego Unified Port District	San Diego Unified Port District	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
Lordstown Motors Corp. (DE)	Lordstown Motors Corp.	Baker has advised and/or represented this entity in connection with the Litigation & Corporate Matters as set forth in the Application.
White & Case LLP	White & Case LLP	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
David T. Hamamoto	Hamamoto, David T.	Baker has advised and/or represented this person in connection with certain of the Litigation Matters as set forth in the Application.
Melissa Leonard	Leonard, Melissa	Former partner and practice team leader in the mergers and acquisitions group at Baker.
John LeFleur	LeFleur, John	Baker has advised and/or represented this person in connection with certain of the Litigation Matters as set forth in the Application.
Stephen S. Burns	Burns, Stephen S.	Baker has advised and/or represented this person in connection with certain of the Litigation Matters as set forth in the Application.
Accredited Specialty Insurance Company	Scopia Capital Management	Baker has advised and/or represented this entity in matters

Conflict Results		
Name of Entity Searched	Name of Entity or Affiliate of Entity that is a Baker Client	Brief Description of Representation
		unrelated to the Debtors and the bankruptcy cases.
AXIS Insurance Company	AXIS Insurance	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
Continental Casualty Company	Continental Casualty Company	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
Ironshore Specialty Insurance Company	Ironshore Specialty Insurance Company	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
The Cincinnati Indemnity Company	The Cincinnati Indemnity Company	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
The Cincinnati Insurance Company	The Cincinnati Insurance Company	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
Hewlett-Packard Financial Services Company	HP, Inc.	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
Hewlett-Packard Financial Services Company	Hewlett Packard Enterprise Company	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
Daniel J. Cohen	Cohen, Daniel	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
David M. Cohen	Cohen, David	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
Silverpeak Real Estate Partners, LP	Silverpeak Real Estate Partners, LP	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
Ankura Intermediate Holdings, LP dba Ankura Consulting Group	Ankura Consulting Group, LLC	Baker has advised and/or represented this entity in matters

Conflict Results		
Name of Entity Searched	Name of Entity or Affiliate of Entity that is a Baker Client	Brief Description of Representation
		unrelated to the Debtors and the bankruptcy cases.
Deloitte & Touche LLP	Deloitte Abogados, S.L.	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
Deloitte & Touche LLP	Deloitte Consulting LLP	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
Deloitte & Touche LLP	Deloitte LLP	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
Deloitte & Touche LLP	Deloitte Transactions and Business Analytics LLP	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
FTI Consulting, Inc.	FTI Consulting, Inc.	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
Haynes and Boone, LLP	Haynes and Boone, LLP	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
KPMG LLP	KPMG AG	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
KPMG LLP	KPMG SA	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
KPMG LLP	KPMG, LLP	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
KPMG LLP	KPMG Law Rechtsanwaltsgesellschaft mbH	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
KPMG LLP	KPMG Law ZAB SIA	Baker has advised and/or represented this entity in matters

Conflict Results		
Name of Entity Searched	Name of Entity or Affiliate of Entity that is a Baker Client	Brief Description of Representation
		unrelated to the Debtors and the bankruptcy cases.
Latham & Watkins LLP	Latham & Watkins LLP	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
RSM US LLP	RSM US LLP	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
Sullivan & Cromwell LLP	Sullivan & Cromwell LLP	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
Winston & Strawn LLP	Winston & Strawn LLP	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
Blackrock	Blackrock Long Term Private Capital	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
MIH EV Design, LLC	MIH EV Design, LLC	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
Darren Post	Post, Darren	Baker has advised and/or represented this person in connection with certain of the Litigation Matters as set forth in the Application.
General Motors	General Motors	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
Principal Life Insurance Company	Principal Life Insurance Company	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
Workhorse Group Inc.	Workhorse Group Inc.	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.

Conflict Results		
Name of Entity Searched	Name of Entity or Affiliate of Entity that is a Baker Client	Brief Description of Representation
Anchor Tool and Die Company dba Anchor Manufacturing Group, Inc.	Anchor Tool and Die Co.	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
Anchor Tool and Die Company dba Anchor Manufacturing Group, Inc.	Anchor Tool and Die Co.	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
Securities and Exchange Commission	Fair Fund Program – US Securities and Exchange Commission	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
AT&T Business Direct	AT&T	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
AT&T Business Direct	AT&T Services, Inc.	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
AT&T MOBILITY-CC	AT&T	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
AT&T MOBILITY-CC	AT&T Services, Inc.	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
Cox Automotive Mobility Solutions, Inc.	Cox Enterprises, Inc.	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
Cox Automotive Inc. - Manheim	Cox Enterprises, Inc.	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
Logicalis, Inc.	Logicalis, Inc.	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
The Timken Corporation	The Timken Corporation	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.

Conflict Results		
Name of Entity Searched	Name of Entity or Affiliate of Entity that is a Baker Client	Brief Description of Representation
The Timken Corporation	Timken Company Educational Fund	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
The Timken Corporation	TimkenSteel Corporation	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
Zetwerk Manufacturing USA, Inc.	Zetwerk Manufacturing SG Pte., Ltd.	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
ZF Passive Safety Systems US Inc.	ZF Active Safety and Electronics US LLC	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
Comcast Holdings Corporation dba Comcast Cable Communication Management LLC	Cox Communications, Inc.	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
Comcast Holdings Corporation dba Comcast Cable Communication Management LLC	Cox Enterprises, Inc.	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
Comcast Holdings Corporation dba Comcast Cable Communication Management LLC	Cox Cable Communications, LLC	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
Comcast Holdings Corporation dba Comcast Cable Communication Management LLC	Cox Communications, Inc.	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
Cox Communications California LLC dba Cox Business	Cox Communications, Inc.	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
Cox Communications California LLC dba Cox Business	Cox Enterprises, Inc.	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
Cox Communications California LLC dba Cox Business	Cox Cable Communications, LLC	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.

Conflict Results		
Name of Entity Searched	Name of Entity or Affiliate of Entity that is a Baker Client	Brief Description of Representation
Cox Communications California LLC dba Cox Business	Cox Communications, Inc.	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.
Southern California Gas Company aka So Cal Gas	Sempra Energy	Baker has advised and/or represented this entity in matters unrelated to the Debtors and the bankruptcy cases.